

RECORDATION NO. 26214C FILED

SEP 19 '12 -3 04 PM

SURFACE TRANSPORTATION BOARD



FIRST UNION RAIL

One O'hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

Tel 847 318.7575
Fax 847.318.7588
www.firstunionrail.com

VIA UPS 2nd DAY AIR

September 17, 2012

Chief, Section of Administration
Surface Transportation Board
395 E Street S.W., Suite 100
Washington, DC 20423-0001

Re: Memorandum of Lease Agreement

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement, dated August 27, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Surface Transportation Board under Recordation Number 26214

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Hilex Poly Co LLC
101 E. Carolina Ave.
Hartsville, SC 29550

A description of the railroad equipment covered by the enclosed document is for five (5) covered hopper cars having NDYX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne
Senior Documentation Specialist

Enclosures

(HIPO007)

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ASSGN NO.: HIPO007

MEMORANDUM OF LEASE

JANICE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 27 day of August, 2012, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Hilex Poly Co. LLC ("Lessee"), a Delaware corporation

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of February 1, 2006, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No 7 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of 27 Aug, 2012, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

By: Richard F. SeymourName: RICHARD F SEYMOUR
VICE PRESIDENT SALES & MARKETING

Title: _____

ATTEST:

By: Susan GrokulskaName: SUSAN GROKULSKY
ASSISTANT DIRECTOR
Title: OF DOCUMENTATIONExecuted on this 30th day of August, 2012.

[CORPORATE SEAL]

STATE OF IllinoisCOUNTY OF Cook

I, Janice L. Enolva, a Notary Public of the County and State aforesaid, certify that Richard F. Seymour personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

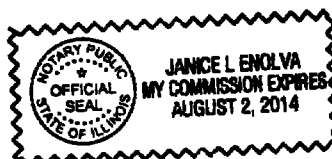
WITNESS my hand and official stamp or seal, this 30th day of August, 2012.

Janice L. Enolva
Notary Public

My Commission Expires:

8-2-2014

(Notary Public)



LESSEE:

HILEX POLY CO. LLC

ATTEST.

By: Derek Bedke

Name: Derek Bedke

By: _____

Title: Supply Chain Manager

Name: _____

Title: _____

Executed on this 27 day of Aug, 2012.

[CORPORATE SEAL]

STATE OF South Carolina

COUNTY OF Darlington

I, Lesley Renee Freeman, a Notary Public of the County and State aforesaid, certify that Derek Bedke personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 27th day of August, 2012.

Lesley Renee Freeman
Notary Public

Commission Expires.

3-1-2014
(Notary Public)

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Five (5)

DESCRIPTION OF CARS: Covered hopper cars

CAR NUMBERS:

NDYX 878014

NDYX 878047

NDYX 878054

NDYX 878055

NDYX 878087